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FEE OPERATION BR.
I.C.C.

7-027A064

Date JAN 27 1977

Fees \$ 10-

RECORDATION NO. 8648-A ICC Washington, D. C. January 25, 1977
Filed & Recorded

JAN 27 1977 - 12 50 PM

Dear Sir: INTERSTATE COMMERCE COMMISSION

Pursuant to Section 20c of the Interstate Commerce Act and the Commission's rules and regulations thereunder, as amended, I enclose herewith on behalf of FMC Corporation for filing and recordation eight counterparts of the following documents:

Release of Lease Agreement dated as of January 24, 1977, by FMC Corporation.

The name and address of the party to the aforementioned Release of Lease Agreement is as follows:

FMC Corporation
200 East Randolph Drive
Chicago, Illinois

The Release of Lease Agreement relates to a Lease Agreement between FMC Corporation and SSI Rail Corp., dated January 3, 1977, which was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on January 5, 1977, and assigned recordation number 8648.

Please file and record the Release of Lease Agreement referred to in this letter, assigning said document recordation number 8648-A and cross-index said document under recordation number 8673 and under the names of FMC Corporation, SSI Rail Corp. and Cadiz Railroad Company.

Clwd
Counsel

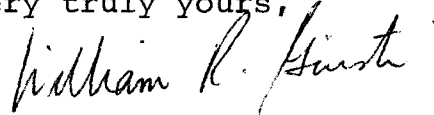
The equipment covered by the aforementioned document consists of the following:

One Hundred (100) 70-ton, 50'6" Boxcars, with 10" end-of-car cushioning, AAR Designation XM, bearing Road Numbers CAD 1000-1099, both inclusive.

There is also enclosed a check for \$10 payable to the Interstate Commerce Commission, representing the fee for recording the Release of Lease Agreement pursuant to 49 CFR 1116.1.

Please stamp all eight counterparts of the enclosed document and the three attached copies of this transmittal letter with your official recording stamp. You will wish to retain two copies of the instrument and the original of this transmittal letter for your files. It is requested that the six remaining counterparts of the document and the three copies of this transmittal letter be delivered to the bearer of this letter.

Very truly yours,



William R. Giusti,
As Agent for FMC Corporation

Robert L. Oswald, Esq., Secretary,
Interstate Commerce Commission,
Washington, D.C. 20423.

Encls.

77A

BY HAND

Interstate Commerce Commission

Washington, D.C. 20423

1/27/77

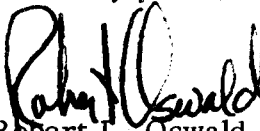
OFFICE OF THE SECRETARY

William R. Giusti
Cravath , Swaine & Moore
One Chase Manhattan Plaza
New York, N.Y. 10005

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on 1/27/77 at 12:50pm , and assigned recordation number(s) 8648-A

Sincerely yours,


Robert L. Oswald
Secretary

Enclosure(s)

SE-30
(5/76)

RELEASE OF LEASE AGREEMENT
COVERING EQUIPMENT UNDER
RECORDATION NO. 8648

8648-A
JAN 27 1977 - 2 12 PM
INTERSTATE COMMERCE COMMISSION

WHEREAS FMC CORPORATION (hereinafter called the Manufacturer), and SSI RAIL CORP. (hereinafter called SSI), are parties to a Lease Agreement dated January 3, 1977 (hereinafter called the Lease), filed and recorded with the Interstate Commerce Commission on January 5, 1977, under recordation number 8648;

WHEREAS, pursuant to the Lease the following railroad equipment was leased by the Manufacturer to SSI for the period ending no later than January 24, 1977:

100 70-Ton 50'6" Outside Post Box Cars with 10" End-of-Car Cushioning, numbered CAD 1000 to 1099, both inclusive;

WHEREAS the Lease is to terminate pursuant to its terms on January 24, 1977, and title to the above-described railroad equipment simultaneously therewith is to be transferred to SSI.

NOW, THEREFORE, in consideration of the premises and the sum of One Dollar and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Manufacturer does hereby release all the above-described railroad equipment from the Lease, does hereby release SSI from all its obligations under the Lease

and does hereby confirm the termination of the Lease pursuant to the terms thereof, all as of January 24, 1977.

IN WITNESS WHEREOF, the Manufacturer has caused this instrument to be executed by its Vice President, and its corporate seal to be hereunto affixed and attested by its Assistant Secretary as of the 24th day of January 1977.

FMC CORPORATION,

by Samuel C. Smith
Vice President

Attest:

R. L. Day
Assistant Secretary

[Corporate Seal]

STATE OF *Illinois*)
) ss.:
COUNTY OF *Cook*)

On this *21st* day of January 1977, before me personally appeared *Daniel C. Smith*, to me personally known, who, being by me duly sworn, says that he is a Vice President of FMC Corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sherry A. Martin

Notary Public

My Commission Expires: *December 10, 1980*

[Notarial Seal]